

Bolivarian Republic of Venezuela

Ministry of the People's Power for Interior and Justice

**THIRTY-NINTH NOTARY PUBLIC OFFICE
OF THE MUNICIPALITY OF LIBERTADOR**

Recorded at No.: 23
Volume No.: 192
Date: November 9, 2007

[Seal appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]
[Ink stamp appears: "Notary Public Office No. Thirty-nine of the Municipality of Libertador – Form No. 141280 – Fees Bs. 33,868.80 - Issued for: November 7, 2007 at _____."]

[Illegible signature]
Yudaisy Pascual
Bar Association No. 103,661

I, Julia Elba Van Den Brule Aular, a Venezuelan citizen, of legal age, domiciled in the city of Caracas, and holder of I.D. No. **V-9,482,510**, hereby represent and state that: "I am a Venezuelan citizen, and I reside in Venezuela in the city of Caracas; I am an attorney and currently work as an attorney in the Office of New Domestic Business of the Office of the General Counsel of Petróleos de Venezuela, S.A., (PDVSA) and in 2003, I was working as Executive Assistant to the Minister of Energy and Mines, Mr. Rafael Darío Ramírez Carreño, specifically for international matters. On October 17, 2007 [sic], I had the opportunity to become familiar with the statements of Messers. Manuel Fernández and Adrián Zerpa León, presented as attachments to the submission of the Plaintiffs dated October 12, 2007, filed before the District Court for the Southern District of New York in the United States of America, against the Bolivarian Republic of Venezuela, which makes reference to me and to two (2) memos that were allegedly sent to me. These two (2) memos were submitted by the claimants as Annex "4" to the statement of Mr. Manuel Fernández, dated October 12, 2007, and Annex "D" to the statement of Mr. Adrián Zerpa León, dated October 10, 2007. Prior to October 17, 2007, I never saw nor was aware of these two (2) memos or the document referred to by the Plaintiffs and allegedly attached to the same as the "complementary document." Furthermore, I represent that I never saw nor was aware of the alleged "Addendum" that the Claimants assert as the foundation for their action before the referenced District Court for the Southern District of New York in the United States of America. I saw and read the alleged "Addendum" for the first time on October 17, 2007,

[illegible signature]
Yudaisy Pascual
Bar Association No. 103,661

when I reviewed the statements of Manuel Fernández and Adrián Zerpa León. The memo presented as Annex "4" to the statement of Mr. Manuel Fernández lacks a date and identification number and was allegedly sent by the General Director of Mines, Engineer Francisco Salas Blanco, to me on December 17, 2003. It must be mentioned here that I do not even know this person. This memo is related to the early redemption of the concessions referenced as Delta A-D and Alfa 1-3 and the corresponding concession holders, V.M.C. Mining Company C.A. and Compañía Minera del Bajo del Caroní, C.A., but I never received it, nor had I seen it until 2007. In fact, in December of 2003, I had no knowledge whatsoever of the referenced case. In relation to an alleged memo sent to me by Dr. Rosa Toro, dated December 18, 2003, and bearing no reference number, which is attached as Annex "4" to the statement of Mr. Manuel Fernández and Appendix D to the statement of Adrián Zerpa, I represent that I never received or saw it before 2007, when I was informed of the submission of the afore-referenced claim. With respect to the contents of the same, I must note that where it states: "the suggestions that were previously discussed by telephone with you," does not represent the truth of the matter, because I never spoke with Dr. Rosa Toro, in relation to the complementary document (the "Addendum"), to the Terms and Conditions (Alfa and Delta Concessions) or in relation to the referenced case. Furthermore, in contrast to what Mr. Manuel Fernández states in his statement, specifically in Paragraph 12, I represent that I do not know this person and I never called and spoken with him on either December 17th or 18th, 2003, or at any other time, much less to inform him that the legal department was working on and making changes to the alleged "Addendum." I confirm that I left Venezuela during

[Three partial ink stamps appear: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[illegible signature]
Yudaisy Pascual
Bar Association No. 103,661

the afternoon of December 17, 2003, on a business trip with Minister Rafael Darío Ramírez to Washington, D.C., United States of America, and that I returned to the city of Caracas on December 19, 2003, at night, at approximately 8:00 p.m., and therefore I was outside of Venezuelan territory during the period of December 17 through 19, 2003. As proof of the foregoing, I have attached to this statement a true and certified copy of my Venezuelan passport, No. 1088575, which shows my departure from Venezuela to the United States, as noted on Pages 24 and 31 of the same passport, with a Venezuela exit stamp affixed by the Immigration Department of the Bolivarian Republic of Venezuela (M.I.J.-ONIDEX), dated December 17, 2003, and an entry stamp from the Immigration Department of the United States of America, dated December 17, 2003, and furthermore, it shows the Venezuelan entry stamp dated December 19, 2003, affixed by the Immigration Department of the Bolivarian Republic of Venezuela.

In virtue of this declaration that I have made, I request that the Honorable Notary publicly witness the narrative of the aforementioned facts, pursuant to Article 74, No. 1 of the Public Registration and Notary Act in effect.

In Caracas, on the date of authentication of this instrument.

[illegible signature]
JULIA ELBA VAN DEN BRULE AULAR
V-9,482,510

[illegible revenue stamp and ink seal appear]

[Three partial ink stamps appear: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[ink stamp appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[Three partial ink stamps appear: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[Ink stamp appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[Three partial ink stamps appear on left margin: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

BOLIVARIAN REPUBLIC OF VENEZUELA, MINISTRY OF THE INTERIOR AND JUSTICE. DR. ZULAY DE MARTÍNEZ, THIRTY-NINTH NOTARY PUBLIC OF THE MUNICIPALITY OF LIBERTADOR. EL BOSQUE. November 9, 2007. 197 and 148. The foregoing document prepared by attorney Yudaisy Pascual, Member No. 103,661 of the Venezuelan Bar, was presented for authentication and return, per form No. 141280, dated November 7, 2007. The executing party was present and said that her name was: **JULIA ELBA VAN DEN BRULE AULAR**, of legal age, domiciled in Caracas, single, a Venezuelan citizen, holder of I.D. No. 9,482,510. Having read the instrument to her and compared the original with its photocopies, and having signed the latter and the original in the presence of the Notary, the executing party stated: **"ITS CONTENTS ARE TRUE AND THE SIGNATURE APPEARING AT THE BOTTOM OF THE INSTRUMENT IS MINE."** In virtue whereof, the Notary declared the document to be authenticated in the presence of witnesses Maria Eugenia Romero and Maria Carolina Gil, I.D. Nos. 5,074,944 and 8,640,853, entering it at No. 23, Volume 192 of the copybook of Authentications maintained in this Notary Office. The Notary Public acknowledges having informed the executing party of the Nature, Importance and Legal Consequences of the Document issued as required by Article 79, No. 2 of the Public Registration and Notary Act, published in the Official Gazette of the Bolivarian Republic of Venezuela, No. 5,833, dated December 22, 2006. The Notary Public hereby certifies that for these proceedings, **MARÍA EUGENIA ROMERO**, holder of I.D. No. 5,074,944, Clerk I of this Notary Office, was authorized to witness said issuing at Edif. Petróleos de Venezuela, Torre Este, Av. Libertador, La Campaña, at 2:00 p.m. at the request of the interested party. All of the foregoing in accordance with Article 29 of the Notaries Public Regulation.

THE NOTARY PUBLIC

[illegible signature]

Dra. Zulay de Martínez

Notary Public No. Thirty-nine of the Municipality of Libertador

[Ink stamp appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

THE EXECUTING PARTY

[illegible signature]

Julia Elba van den Brule Aular

THE WITNESSES

[illegible signature]

[illegible signature]

AUTHORIZED OFFICIAL

[illegible signature]

**BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER OF THE INTERIOR & JUSTICE
MAIN REGISTRY OF THE CAPITAL DISTRICT
CARACAS**

No. 242133

I, the undersigned, Dr. José Miguel Villanueva R., Registrar of the Main Registry of the Capital District, hereby legalize pursuant to Article 65 of the Public Registry & Notarial Act, the signature of Dr. Zulay de Martínez, who on the date of signing was Notary of the Thirty-ninth Notarial Office of the Municipality of Libertador of the Capital District. This legalization does not prejudice any other point of substance or form per Security Directive No. 242133. Issued per request made in unnumbered communication dated November 14, 2007, originating from PDVSA. This document was prepared by Magalys Alvarez, an authorized official. Caracas, November 13, 2007.

[sgd] Magalys Alvarez
Authorized Official

[sgd] Dr. José M. Villanueva R.
Principal Registrar of the
Capital District

[Seals of the Ministry of the Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Seals of the Ministry of the Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Coat-of-Arms]

GENERAL BUREAU OF REGISTRIES & NOTARIES

The foregoing signature of JOSE M. VILLANUEVA R., who is the Principal Registrar of the Capital District, is hereby legalized. This legalization does not prejudice any points of substance or form.

Caracas, November 15, 2007

Years 197 and 148

For the Minister

[sgd] Jonas Antonio Sandoval Q., Esq.
Attached to the General Bureau of Registries & Notaries
Delegated signatory per Resolution No. 057 of 1-30-2007
Published in Official Gazette No. 38,615 of the Bolivarian Republic of Venezuela
of the same date

[Seals of the Ministry of the People's Power of Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Seals of the Ministry of the People's Power of Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[COAT-OF-ARMS]

**BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR FOREIGN AFFAIRS
GENERAL BUREAU OF CONSULAR AFFAIRS**

A P O S T I L L E

Convention of La Haye of October 5, 1961

1.- Country: Venezuela

The present document

2.- Has been signed by Jonás Antonio Sandoval Quiñonez

3.- Acting in his capacity as Deputy Director of Registries & Notaries

4.- Bearing the stamp/seal of the Ministry of the Interior & Justice

Certificate

5.- In Caracas, 11/16/2007

6.- For the Minister:

7.- No. 0173715

8.- Seal/Stamp

9.- Signature

Leonardo Javier Villalba Palacios
Ministerial Counselor
Resolution No. DM.080 of 3/06/2007

[Seals of the Ministry of the People's Power for Foreign Relations
Legalizations Office

Bolivarian Republic of Venezuela]

Bolivarian Republic of Venezuela

**Ministry of the People's Power for the Interior and
Justice**

**THIRTY-NINTH NOTARY PUBLIC OFFICE
OF THE MUNICIPALITY OF LIBERTADOR**

Recorded at No.: 22
Volume No.: 192
Date: November 9, 2007

[Ink stamp appears: "Notary Public Office No. Thirty-nine of the Municipality of Libertador - Form No. 141279 - Fees Bs. 30,105.60 - Issued for: November 7, 2007 at _____."]

[illegible signature]
Yudaisy Pascual
Venezuelan Bar Assn. No. 103,661

[Seal appears: "Bolivarian Republic of Venezuela - Ministry of the People's Power of Interior and Justice - Notary Public - Thirty-nine of the Municipality of Libertador"]

The Thirty-ninth Notary Public of the Municipality of Libertador, Capital District
His offices.

I, **Julia Elba van den Brule Aular**, a Venezuelan citizen, of legal age, domiciled in the city of Caracas, and holder of I.D. No. **V-9,482,510**, hereby certify: That the photocopies attached hereto corresponding to my Venezuelan Passport No. 1088575, issued by the Consulate General of the Bolivarian Republic of Venezuela in Madrid, Spain, are true and accurate copies of their originals.

In Caracas, on the date of authentication.

[illegible signature]
Julia Elba van den Brule Aular
I.D. Document **V-9,482,510**

[Seal appears: "Bolivarian Republic of Venezuela - Ministry of the People's Power for Interior and Justice - Notary Public - Thirty-nine of the Municipality of Libertador"]

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[Ink stamp appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[Three partial ink stamps appear: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

2007-11-20 14:20:00



3

DERECHOS CONSULARES
CANCELADOS

*Norte, Centro, Sur-América, Antillas,
Europa, Asia, África y Oceanía.*

PASAPORTE
PASSEPORT
No. 9482.510

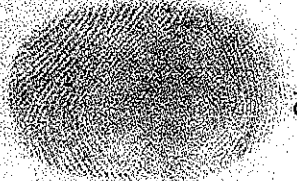
REPUBLICA DE VENEZUELA

Expediente No 1088575

Residencia permanente del titular CARACAS- VENEZUELA.

En caso de muerte o accidente puede notificarse a:

IMPRESION
DACTILAR



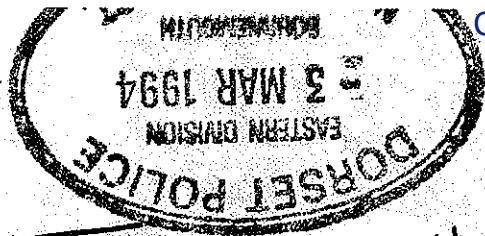
Dirección: AV. MARR. QTA. LA PONDEROSA CNAS.
DE LA MATRIPUSA



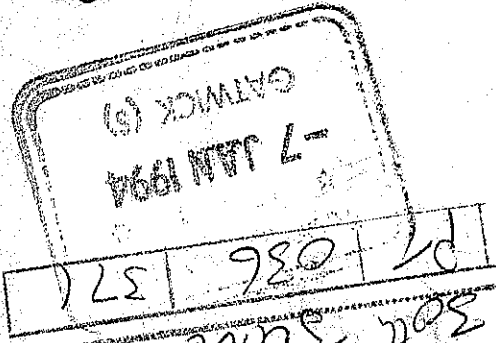
FIRMA DEL EXPEDIDOR
Signature of the agent delivering the passport
Signature of issuing officer

Teléfono:





Hollis (Rc No. - L 499121.

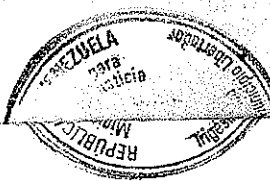
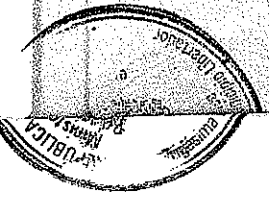


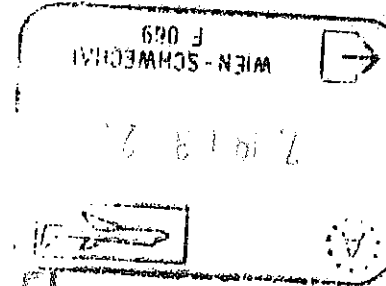
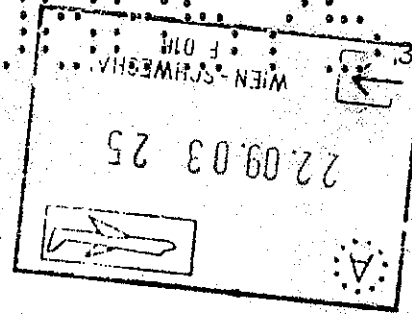
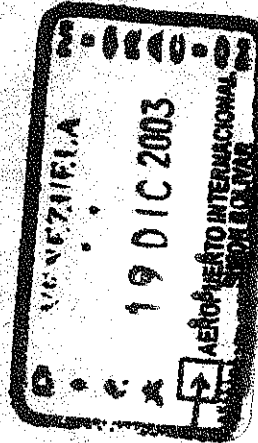
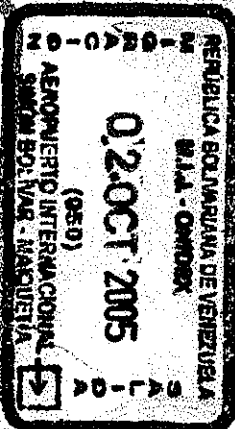
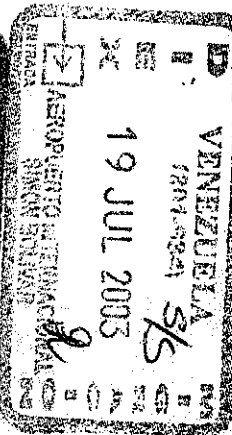
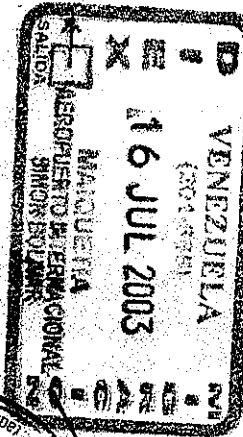
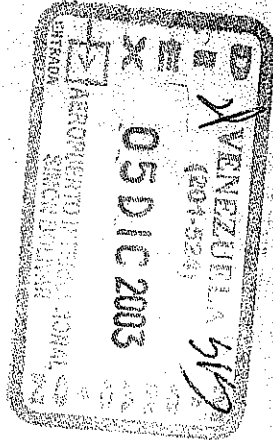
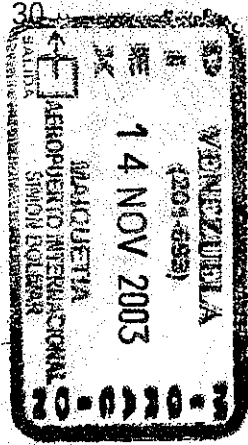
Leave to enter the United Kingdom, on condition that the holder does not enter or change employment paid or unpaid without the consent of the Secretary of State for Employment, and does not engage in any business or profession without the consent of the Secretary of State for the Home Department is hereby given for a period of

5



Observaciones: SE EXPIRO PASAPORTE
 POR EXTRAVIO DEL ANTERIOR SEGUN
 DENUNCIA COMISARIA DE DUEÑAS-
 TA DE FECHAS DE 1994



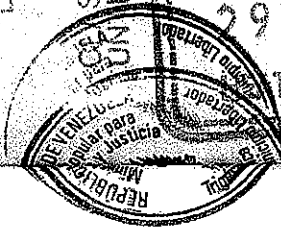
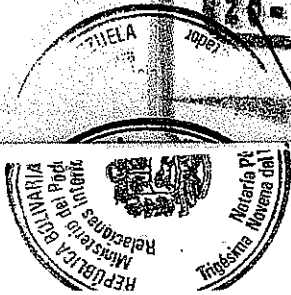


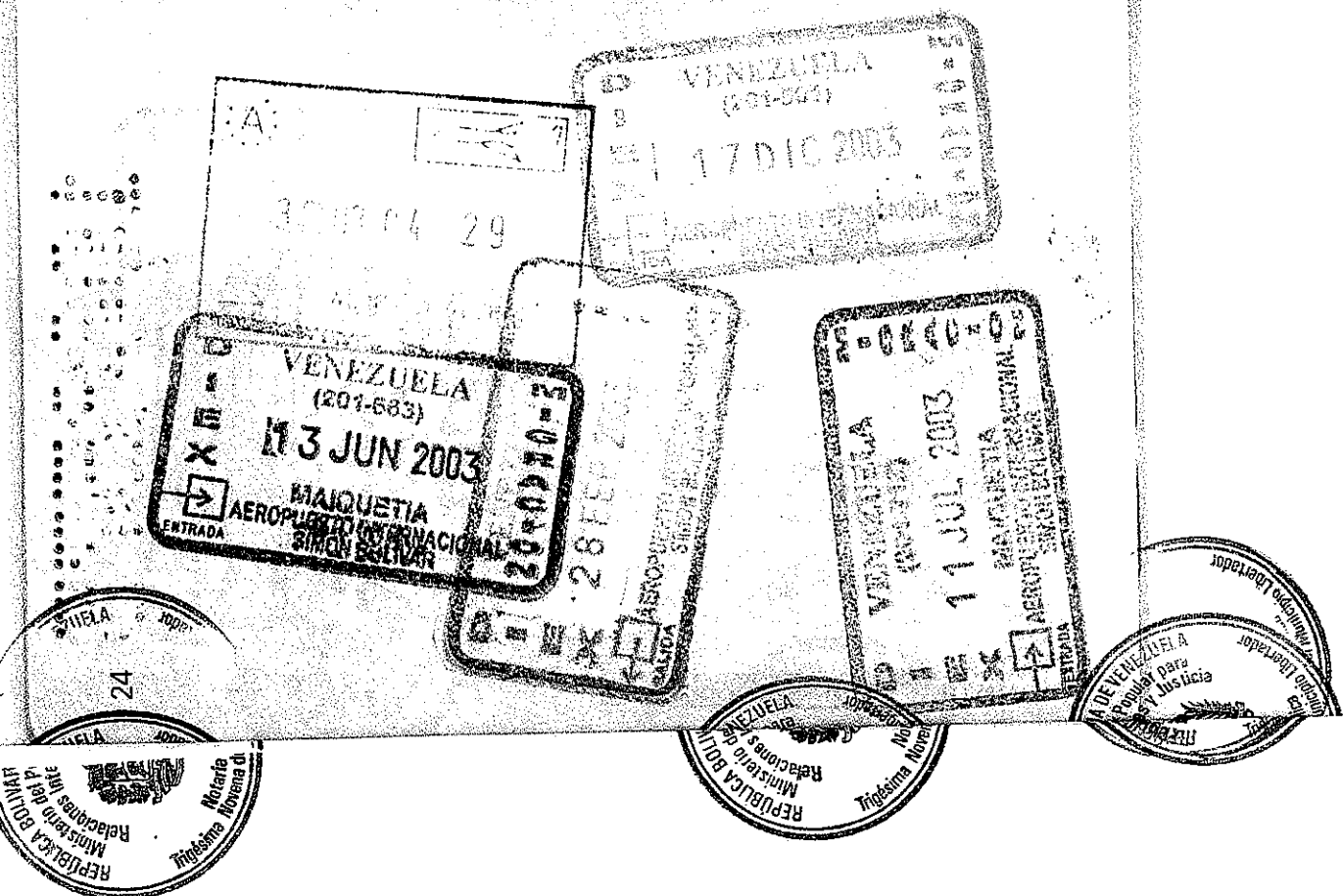
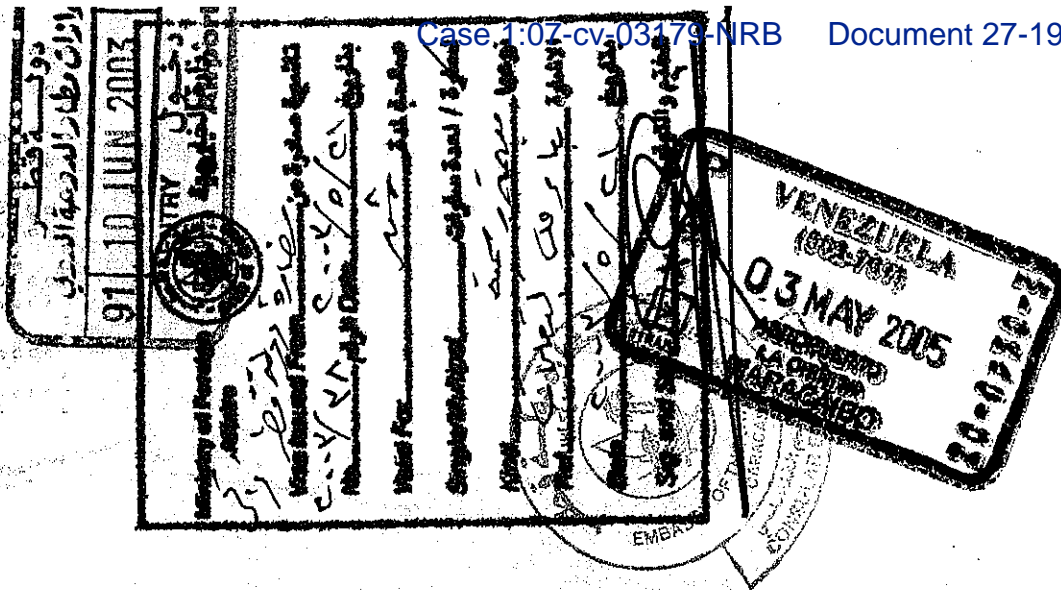
LEAVE TO ENTER FOR SIX MONTHS:
EMPLOYMENT AND RECOURSE TO
PUBLIC FUNDS PROHIBITED



U.S. IMMIGRATION
PEV 6437
ADMITTED
060

DEC 21 2003





[Ink stamp appears: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

[Three partial ink stamps appear on left margin: "Bolivarian Republic of Venezuela – Ministry of the People's Power of Interior and Justice – Notary Public – Thirty-nine of the Municipality of Libertador"]

BOLIVARIAN REPUBLIC OF VENEZUELA, MINISTRY OF THE INTERIOR AND JUSTICE. DR. ZULAY DE MARTINEZ, THIRTY-NINTH NOTARY PUBLIC OF THE MUNICIPALITY OF LIBERTADOR. EL BOSQUE. November 9, 2007. 197 and 148 year. The foregoing document prepared by attorney Yudaisy Pascual, Member No. 103,661 of the Venezuelan Bar, was presented for authentication and return, per form No. 141279, dated November 7, 2007. The executing party was present and said that her name was: JULIA ELBA VAN DEN BRULE AULAR, of legal age, domiciled in Caracas, single, a Venezuelan citizen, holder of I.D. No. 9,482,510. Having read the instrument to her and compared the original with its photocopies, and having signed the latter and the original in the presence of the Notary, the executing party stated: "ITS CONTENTS ARE TRUE AND THE SIGNATURE APPEARING AT THE BOTTOM OF THE INSTRUMENT IS MINE." In virtue whereof, the Notary declared the document to be authenticated in the presence of witnesses María Eugenia Romero and María Carolina Gil, I.D. Nos. 5,074,944 and 8,640,853, entering it at No. 22, Volume 192 of the copybook of Authentications maintained in this Notary Office. The Notary Public acknowledges having seen: the original passport issued by the Consulate General of the Bolivarian Republic of Venezuela, in Madrid, Spain. The Notary Public also informed the executing party of the Nature, Importance and Legal Consequences of the Document issued as required by Article 79, No. 2 of the Public Registration and Notary Act, published in the Official Gazette of the Bolivarian Republic of Venezuela, No. 5,833, dated December 22, 2006. The Notary Public hereby certifies that for these proceedings, **MARÍA EUGENIA ROMERO**, holder of I.D. No. 5,074,944, Clerk I of this Notary Office, was authorized to witness said issuing at Edif. Petróleos de Venezuela, Torre Este, Av. Libertador, La Campiña, at 2:00 p.m. at the request of the interested party. All of the foregoing in accordance with Article 29 of the Public Notaries Regulation.

THE NOTARY PUBLIC

[illegible signature]

Dra. Zulay de Martínez

Notary Public No. Thirty-nine of the Municipality of Libertador

[Illegible ink stamp appears]

THE EXECUTING PARTY

[illegible signature]

Julia Elba van den Brule Aular

THE WITNESSES

[illegible signature]

[illegible signature]

AUTHORIZED OFFICIAL

[illegible signature]

**BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER OF THE INTERIOR & JUSTICE
MAIN REGISTRY OF THE CAPITAL DISTRICT
CARACAS**

No. 242132

I, the undersigned, Dr. José Miguel Villanueva R., Registrar of the Main Registry of the Capital District, hereby legalize pursuant to Article 65 of the Public Registry & Notarial Act, the signature of Dr. Zulay de Martínez, who on the date of signing was Notary of the Thirty-ninth Notarial Office of the Municipality of Libertador of the Capital District. This legalization does not prejudice any other point of substance or form per Security Directive No. 242132. Issued per request made in unnumbered communication dated November 14, 2007, originating from PDVSA. This document was prepared by Magalys Alvarez, an authorized official. Caracas, November 13, 2007.

[sgd] Magalys Alvarez
Authorized Official

[sgd] Dr. José M. Villanueva R.
Principal Registrar of the
Capital District

[Seals of the Ministry of the Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Seals of the Ministry of the Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Coat-of-Arms]

GENERAL BUREAU OF REGISTRIES & NOTARIES

The foregoing signature of JOSE M. VILLANUEVA R., who is the Principal Registrar of the Capital District, is hereby legalized. This legalization does not prejudice any points of substance or form.

Caracas, November 15, 2007

Years 197 and 148th

For the Minister

[sgd] Jonas Antonio Sandoval Q., Esq
Attached to the General Bureau of Registries & Notaries
Delegated signatory per Resolution No. 057 of 1-30-2007
Published in Official Gazette No. 38,615 of the Bolivarian Republic of Venezuela
of the same date

[Seals of the Ministry of the People's Power of Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

[Seals of the Ministry of the People's Power of Interior & Justice
Main Registry Office
of the Capital District
Bolivarian Republic of Venezuela]

No. 0068979

0173714

[COAT-OF-ARMS]

**BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR FOREIGN AFFAIRS
GENERAL BUREAU OF CONSULAR AFFAIRS**

A P O S T I L L E

Convention of La Haya of October 5, 1961

1.- Country: Venezuela

The present document

2.- Has been signed by Jonás Antonio Sandoval Quiñonez

3.- Acting in his capacity as Deputy Director of Registries & Notaries

4.- Bearing the stamp/seal of the Ministry of the Interior & Justice

Certificate

5.- In Caracas, 11/16/2007

6.- For the Minister:

7.- No. 0173714

8.- Seal/Stamp

9.- Signature

Leonardo Javier Villalba Palacios
Ministerial Counselor
Resolution No. DM.080 of 3/06/2007

[Seals of the Ministry of Foreign Relations
Legalizations Office

Bolivarian Republic of Venezuela]

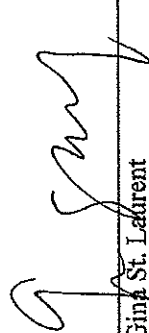
The LanguageWorks, Inc.
1128 Broadway
New York, NY 10010
Tel. 212 447 6060
Fax 212 447 6257

LanguageWorks


STATE OF NEW YORK)
) ss
COUNTY OF NEW YORK)

CERTIFICATION

This is to certify that the accompanying, to the best of my knowledge and belief, is a true and accurate translation into English of the *Van Den Brule Affidavit* completed on 11/19/07, originally written in Spanish.


Gina St. Laurent
Senior Account Executive
The LanguageWorks, Inc.

Sworn to and subscribed before me
This 19th day of November 2007


Notary Public

CHRIS SULLIVAN
Notary Public, State of New York
No. 01SU6146397
Qualified in Kings County
Commission Expires May 22, 2010